

Mr. Curtis Brody
Chief Financial Officer
Sunwest Management, Inc.
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PO Box 3006
Salem, Oregon 97302

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IN ACCOUNT WITH
STEPTOE & JOHNSON LLP

December 9, 2009

INVOICE

Our Matter No. 017026.00001
RESTRUCTURING ISSUES

Invoice No. 2325937

For Professional Services Rendered Through November 30, 2009:

Fees:

Attorney/Paralegal	Hours	Rate	Value
G.R. Yates	238.50	450.00	107,325.00
Total Fees:			\$107,325.00

Expenses:

Air Fare	2,407.10
NY Fax	4.60
Hotel	1,350.35
Taxis	495.00
Teleconferencing Calls - Long Distance	122.16
Long Distance Telephone	266.04
Travel	95.43
Meals While On Travel	<u>842.65</u>
Total Expenses:	<u>\$5,583.33</u>
Total Due for this Period:	<u>\$112,908.33</u>

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STEPTOE & JOHNSON LLP

December 9, 2009

REMITTANCE

Our Matter No. 017026.00001
RESTRUCTURING ISSUES

Invoice No. 2325937

For Professional Services Rendered Through November 30, 2009:

Total Fees:	\$107,325.00
Total Expenses:	<u>\$5,583.33</u>
Total Due for this Period:	<u>\$112,908.33</u>

INVOICE IS DUE AND PAYABLE UPON RECEIPT

PLEASE RETURN THIS COPY WITH YOUR REMITTANCE

Please send remittance to: Steptoe & Johnson LLP
Accounting Department
1330 Connecticut Avenue, NW
Washington, D.C. 20036-1795

Wiring Instructions:
Bank: Wachovia Bank of Washington, D.C.
ABA#: 054001220
Beneficiary's Account #: 2000033223276
Swift Code -- PNBPNUS33
Beneficiary's Name: Steptoe & Johnson LLP

**SUNWEST MANAGEMENT, INC.
RESTRUCTURING ISSUES
NOVEMBER 2009**

Date	Name	Hour	Description
11/02/09	G.R. Yates	5.30	Revise GE loan modification documents.
11/02/09	G.R. Yates	3.70	Prepare for mediations on 11/3 with Bank of Whitman, Ventas and Yellowstone Bank.
11/02/09	G.R. Yates	3.30	Conference calls with Capmark and Stillwater National Bank to discuss loan restructurings. Discuss issues with client.
11/03/09	G.R. Yates	12.40	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/04/09	G.R. Yates	11.80	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/05/09	G.R. Yates	12.30	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/06/09	G.R. Yates	11.90	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/09/09	G.R. Yates	12.60	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/10/09	G.R. Yates	11.80	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/11/09	G.R. Yates	12.30	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.

Date	Name	Hour	Description
11/12/09	G.R. Yates	12.40	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/13/09	G.R. Yates	11.90	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/16/09	G.R. Yates	12.60	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/17/09	G.R. Yates	12.30	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/18/09	G.R. Yates	11.80	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/19/09	G.R. Yates	12.10	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/20/09	G.R. Yates	11.90	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/23/09	G.R. Yates	12.50	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/24/09	G.R. Yates	11.80	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.

SUNWEST MANAGEMENT, INC.
December 9, 2009

Invoice No. 2325937
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Date	Name	Hour	Description
11/25/09	G.R. Yates	12.60	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/27/09	G.R. Yates	6.90	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.
11/30/09	G.R. Yates	12.30	Work on secured lender issues regarding restructuring loans. Work on disposition of properties. Address issues related to Blackstone transaction. Numerous calls to discuss various operational issues at Sunwest.